

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re	)	Chapter 11
	)	
PHOENIX SERVICES TOPCO, LLC, <i>et al.</i> ,	)	Case No. 22-10906 (MFW)
	)	
Debtors. <sup>1</sup>	)	(Jointly Administered)
	)	
<hr/> RADIUS CONSTRUCTION CO., INC.	)	
	)	
Plaintiff,	)	
	)	
v.	)	Adv. Proc. No. 22-50515 (MFW)
	)	
PHOENIX SERVICES TOPCO, LLC, <i>et al.</i> ,	)	
	)	
Defendant.	)	
	)	

**NOTICE OF *AMENDED*<sup>2</sup> AGENDA OF MATTERS SCHEDULED FOR  
HEARING ON FEBRUARY 21, 2023 AT 3:00 P.M. (ET)**

**THE REMOTE HEARING WILL BE CONDUCTED ENTIRELY BY ZOOM AND  
REQUIRES ALL PARTICIPANTS TO REGISTER IN ADVANCE. COURTCALL WILL  
NOT BE USED TO DIAL IN.**

**PLEASE USE THE FOLLOWING LINK TO REGISTER FOR THE HEARING:**

<https://debuscourts.zoomgov.com/meeting/register/vJltc-igrD8uG8wEUSp8U7DALey318lXjHg>

**ONCE REGISTERED, PARTIES WILL RECEIVE A CONFIRMATION EMAIL CONTAINING PERSONAL LOG-IN INFORMATION FOR THE HEARING.**

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Phoenix Services Topco, LLC (4517); Phoenix Services Parent, LLC (8023); Phoenix Services Holdings Corp. (1330); Phoenix Services International LLC (4693); Metal Services LLC (8793); Terracentric Materials LLC (0673); Cool Springs LLC (8687); Metal Services Investment LLC (2924); and Phoenix Receivables, LLC (not applicable). The Debtors' mailing address is 4 Radnor Corporate Center, Suite 520, 100 Matsonford Road, Radnor, PA 19087.

<sup>2</sup> Amended agenda items appear in bold.

**I. ADJOURNED MATTERS:**

1. Motion of Nucor-Yamato Steel Company and Nucor Steel Arkansas (Division of Nucor Corporation) for Entry of an Order Pursuant to Sections 365 and 105 of the Bankruptcy Code and Rules 6006 and 9014 of the Federal Rules of Bankruptcy Procedure (A) Compelling the Debtors to Reject all Prepetition Servicing Agreements with Such Nucor Entities; (B) in Connection Therewith, Directing the Debtors to Comply with an Orderly Wind-Down of Operations at Applicable Nucor Sites; and (C) Granting Related Relief (REDACTED) [[Docket No. 395](#); filed January 12, 2023]

Response/Objection Deadline: January 24, 2023 at 4:00 p.m. (ET)

Responses/Objections Received:

- A. Debtors' (I) Motion to Reject Certain Executory Contracts with Nucor Corporation and (II) Preliminary Objection and Response to Nucor Corporation's Motion to Compel Rejection of Certain Executory Contracts [[Docket No. 397](#); filed January 16, 2023]
- B. Limited Objection of Wintrust Commercial Finance to (I) Nucor-Yamato Steel Company's and Nucor Steel Arkansas's Motion to Compel Debtors to Reject Prepetition Servicing Agreements, (II) Debtors' Motion to Reject Certain Executory Contracts with Nucor Corporation, and (III) Nucor Steel Gallatin LLC's Motion to Compel Debtors to Reject Prepetition Servicing Agreements [[Docket No. 425](#); filed January 23, 2023]

Related Documents:

- i. Motion of Nucor-Yamato Steel Company and Nucor Steel Arkansas (Division of Nucor Corporation) for Entry of an Order Pursuant to Sections 365 and 105 of the Bankruptcy Code and Rules 6006 and 9014 of the Federal Rules of Bankruptcy Procedure (A) Compelling the Debtors to Reject all Prepetition Servicing Agreements with Such Nucor Entities; (B) in Connection Therewith, Directing the Debtors to Comply with an Orderly Wind-Down of Operations at Applicable Nucor Sites; and (C) Granting Related Relief (SEALED) [[Docket No. 394](#); filed January 12, 2023]
- ii. Declaration of Robert Richard in Support of Debtors' (I) Motion to Reject Certain Executory Contracts with Nucor Corporation and (II) Preliminary Objection and Response to Nucor Corporation's Motion to Compel Rejection of Certain Executory Contracts [[Docket No. 398](#); filed January 16, 2023]

- iii. Motion of Nucor-Yamato Steel Company, Nucor Steel Arkansas (Division of Nucor Corporation), and Nucor Steel Gallatin LLC for Entry of an Order (I) Authorizing the Filing of Certain Servicing Agreements Under Seal; and (II) Granting Related Relief [[Docket No. 402](#); filed January 17, 2023]
- iv. Order (I) Authorizing Nucor-Yamato Steel Company, Nucor Steel Arkansas (Division of Nucor Corporation), and Nucor Steel Gallatin LLC to File Under Seal Certain Servicing Agreements with the Debtors; and (II) Granting Related Relief [[Docket No. 457](#); filed January 30, 2023]

Witness Information:

*Debtors' Witnesses:*

- a. Robert Richard, Chief Financial Officer of Phoenix Services Topco, LLC, Radnor, PA

Status: The hearing on this matter has been adjourned to the omnibus hearing scheduled for February 28, 2023 at 2:00 p.m. (ET).

- 2. Debtors' (I) Motion to Reject Certain Executory Contracts with Nucor Corporation and (II) Preliminary Objection and Response to Nucor Corporation's Motion to Compel Rejection of Certain Executory Contracts [[Docket No. 397](#); filed January 16, 2023]

Response/Objection Deadline: January 23, 2023 at 4:00 p.m. (ET)

Responses/Objections Received:

- A. Limited Objection of 36<sup>th</sup> Street Capital Partners, LLC to Debtors' Motion to Reject Certain Executory Contracts with Nucor Corporation [[Docket No. 420](#); filed January 23, 2023]
- B. Combined Response and Objection of Radius Construction Co., Inc. to Debtors' Motion to Reject Certain Executory Contracts with Nucor Corporation [[Docket No. 421](#); filed January 23, 2023]
- C. Limited Objection of Pathward, N.A. to Debtors' (I) Motion to Reject Certain Executory Contracts with Nucor Corporation and (II) Preliminary Objection and Response to Nucor Corporation's Motion to Compel Rejection of Certain Executory Contracts and Joinder in Limited Objection of 36<sup>th</sup> Street Capital Partners, LLC to the Same [[Docket No. 422](#); filed January 23, 2023]

- D. Joinder of De Lage Landen Financial Services, Inc. in Connection with Limited Objection of 36<sup>th</sup> Street Capital Partners, LLC to Debtors' Motion to Reject Certain Executory Contracts with Nucor Corporation [[Docket No. 423](#); filed January 23, 2023]
- E. Reservation of Rights of Caterpillar Financial Services Corporation with Respect to Debtors' (I) Motion to Reject Certain Executory Contracts with Nucor Corporation and (II) Preliminary Objection and Response to Nucor Corporation's Motion to Compel Rejection of Certain Executory Contracts [[Docket No. 424](#); filed January 23, 2023]
- F. Limited Objection of Wintrust Commercial Finance to (I) Nucor-Yamato Steel Company's and Nucor Steel Arkansas's Motion to Compel Debtors to Reject Prepetition Servicing Agreements, (II) Debtors' Motion to Reject Certain Executory Contracts with Nucor Corporation, and (III) Nucor Steel Gallatin LLC's Motion to Compel Debtors to Reject Prepetition Servicing Agreements [[Docket No. 425](#); filed January 23, 2023]
- G. Nucor's Limited Objection to Debtors' (I) Motion to Reject Certain Executory Contracts with Nucor Corporation and (II) Preliminary Objection and Response to Nucor Corporation's Motion to Compel Rejection of Certain Executory Contracts (SEALED) [Docket No. 426; filed January 23, 2023]
- H. Nucor's Limited Objection to Debtors' (I) Motion to Reject Certain Executory Contracts with Nucor Corporation and (II) Preliminary Objection and Response to Nucor Corporation's Motion to Compel Rejection of Certain Executory Contracts (REDACTED) [[Docket No. 427](#); filed January 23, 2023]
- I. Joinder of Peapack Capital Corporation in Connection with Limited Objection of 36<sup>th</sup> Street Capital Partners, LLC to Debtors' Motion to Reject Certain Executory Contracts with Nucor Corporation [[Docket No. 428](#); filed January 23, 2023]
- J. Joinder in Limited Objection of 36<sup>th</sup> Street Capital Partners, LLC to Debtors' Motion to Reject Certain Executory Contracts with Nucor Corporation [[Docket No. 429](#); filed January 23, 2023]
- K. Joinder of ACM ELF ST LLC to Limited Objection of 36<sup>th</sup> Street Capital Partners, LLC to Debtors' Motion to Reject Certain Executory Contracts with Nucor Corporation [[Docket No. 536](#); filed February 15, 2023]

Related Documents:

- i. Declaration of Robert Richard in Support of Debtors' (I) Motion to Reject Certain Executory Contracts with Nucor Corporation and (II) Preliminary Objection and Response to Nucor Corporation's Motion to Compel

Rejection of Certain Executory Contracts [[Docket No. 398](#); filed January 16, 2023]

- ii. Debtors' Motion for Entry of an Order Shortening Notice and Objection Periods with Respect to Debtors' (I) Motion to Reject Certain Executory Contracts with Nucor Corporation and (II) Preliminary Objection and Response to Nucor Corporation's Motion to Compel Rejection of Certain Executory Contracts [[Docket No. 404](#); filed January 17, 2023]
- iii. Order Shortening Notice and Objection Periods for Debtors' (I) Motion to Reject Certain Executory Contracts with Nucor Corporation and (II) Preliminary Objection and Response to Nucor Corporation's Motion to Compel Rejection of Certain Executory Contracts [[Docket No. 406](#); filed January 18, 2023]
- iv. Notice of Motion and Hearing [[Docket No. 407](#); filed January 18, 2023]
- v. Certification of Counsel Regarding Proposed Order Granting Debtors' Motion to Reject Certain Executory Contracts with Nucor Corporation [[Docket No. 512](#); filed February 9, 2023] (the "**Contested Certification of Counsel**")<sup>3</sup>

Witness Information:

*Debtors' Witnesses:*

- a. Robert Richard, Chief Financial Officer of Phoenix Services Topco, LLC, Radnor, PA

Status: The hearing on this matter has been adjourned to the omnibus hearing scheduled for February 28, 2023 at 2:00 p.m. (ET).

- 3. Motion of Nucor Steel Gallatin LLC for Entry of an Order Pursuant to Sections 365 and 105 of the Bankruptcy Code and Rules 6006 and 9014 of the Federal Rules of Bankruptcy Procedure (A) Compelling the Debtors to Reject Prepetition Servicing Agreements with Nucor Steel Gallatin LLC; (B) in Connection Therewith, Directing the Debtors to Comply with an Orderly Wind-Down of Operations at Nucor Gallatin-Owned Steel Mill Site; and (C) Granting Related Relief (REDACTED) [[Docket No. 400](#); filed January 17, 2023]

Response/Objection Deadline: January 24, 2023 at 4:00 p.m. (ET)

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<sup>3</sup> For the avoidance of doubt, the Debtors do not consent to the entry of the proposed form of order attached to the Contested Certification of Counsel which was filed by an objecting party.

Responses/Objections Received:

- A. Debtors' (I) Motion to Reject Certain Executory Contracts with Nucor Corporation and (II) Preliminary Objection and Response to Nucor Corporation's Motion to Compel Rejection of Certain Executory Contracts [[Docket No. 397](#); filed January 16, 2023]
- B. Limited Objection of Wintrust Commercial Finance to (I) Nucor-Yamato Steel Company's and Nucor Steel Arkansas's Motion to Compel Debtors to Reject Prepetition Servicing Agreements, (II) Debtors' Motion to Reject Certain Executory Contracts with Nucor Corporation, and (III) Nucor Steel Gallatin LLC's Motion to Compel Debtors to Reject Prepetition Servicing Agreements [[Docket No. 425](#); filed January 23, 2023]

Related Documents:

- i. Declaration of Robert Richard in Support of Debtors' (I) Motion to Reject Certain Executory Contracts with Nucor Corporation and (II) Preliminary Objection and Response to Nucor Corporation's Motion to Compel Rejection of Certain Executory Contracts [[Docket No. 398](#); filed January 16, 2023]
- ii. Motion of Nucor Steel Gallatin LLC for Entry of an Order Pursuant to Sections 365 and 105 of the Bankruptcy Code and Rules 6006 and 9014 of the Federal Rules of Bankruptcy Procedure (A) Compelling the Debtors to Reject Prepetition Servicing Agreements with Nucor Steel Gallatin LLC; (B) in Connection Therewith, Directing the Debtors to Comply with an Orderly Wind-Down of Operations at Nucor Gallatin-Owned Steel Mill Site; and (C) Granting Related Relief (SEALED) [[Docket No. 399](#); filed January 17, 2023]
- iii. Motion of Nucor-Yamato Steel Company, Nucor Steel Arkansas (Division of Nucor Corporation), and Nucor Steel Gallatin LLC for Entry of an Order (I) Authorizing the Filing of Certain Servicing Agreements Under Seal; and (II) Granting Related Relief [[Docket No. 402](#); filed January 17, 2023]
- iv. Order (I) Authorizing Nucor-Yamato Steel Company, Nucor Steel Arkansas (Division of Nucor Corporation), and Nucor Steel Gallatin LLC to File Under Seal Certain Servicing Agreements with the Debtors; and (II) Granting Related Relief [[Docket No. 457](#); filed January 30, 2023]

Witness Information:

*Debtors' Witnesses:*

- a. Robert Richard, Chief Financial Officer of Phoenix Services Topco, LLC,

Radnor, PA

Status: The hearing on this matter has been adjourned to the omnibus hearing scheduled for February 28, 2023 at 2:00 p.m. (ET).

**II. ADJOURNED PRE-TRIAL CONFERENCE IN ADVERSARY PROCEEDING:**

4. Complaint for Nondischargeability of Debt Pursuant to 11 U.S.C. § 523(a)(2)(A) and 11 U.S.C. § 523(a)(2)(B) (22-50515) [[Docket No. 380/Adv. Docket No. 1](#); filed December 29, 2022]

Response/Objection Deadline: February 21, 2023 at 4:00 p.m. (ET)

Responses/Objections Received: None at this time

Related Documents:

- i. Summons and Notice of Pretrial Conference in an Adversary Proceeding [[Adv. Docket No. 10](#); filed January 19, 2023]

Status: By agreement of the parties, the pretrial conference in this adversary proceeding has been adjourned to the omnibus hearing scheduled for March 28, 2023 at 10:30 a.m. (ET).

**III. CONTESTED MATTER:**

5. Motion of the Debtors for an Order Pursuant to Sections 105(a), 363, 541, 542, and 543 of the Bankruptcy Code (I) Authorizing (A) the Debtors to Exercise their Ownership Rights Over Certain Trust Assets and Monetize Such Assets and (B) the Termination of the Trust and (II) Directing the Trustee to Cease all Payments from the Trust Fund Pursuant to the Trust Agreement [[Docket No. 356](#); filed December 21, 2022]

Response/Objection Deadline: January 4, 2023 at 4:00 p.m. (ET); extended for the SERP Participants to January 9, 2023 at 4:00 p.m. (ET)

Responses/Objections Received:

- A. Objection of Certain SERP Participants to Debtors' Motion to Exercise Ownership Rights Over Certain Trust Assets and Monetize Such Assets [[Docket No. 391](#); filed January 9, 2023]
- B. Response of the DIP/First Lien Group in Support of Motion of the Debtors for an Order Pursuant to Sections 105(a), 363, 541, 542, and 543 of the Bankruptcy Code (I) Authorizing (A) the Debtors to Exercise their Ownership Rights Over Certain Trust Assets and Monetize Such Assets and (B) the Termination of the Trust and (II) Directing the Trustee to

Cease all Payments from the Trust Fund Pursuant to the Trust Agreement [[Docket No. 445](#); filed January 26, 2023]

Related Documents:

- i. Debtors' Reply to Objection to Debtors' Motion to Exercise Ownership Rights Over Certain Trust Assets and Monetize Such Assets [[Docket No. 443](#); filed January 26, 2023]
- ii. **Declaration of Robert Richard in Support of Motion of the Debtors for an Order Pursuant to Sections 105(a), 363, 541, 542, and 543 of the Bankruptcy Code (I) Authorizing (A) the Debtors to Exercise their Ownership Rights Over Certain Trust Assets and Monetize Such Assets and (B) the Termination of the Trust and (II) Directing the Trustee to Cease all Payments from the Trust Fund Pursuant to the Trust Agreement [[Docket No. 542](#); filed February 17, 2023]**

Witness Information:

*Debtors' Witnesses:*

- a. Robert Richard, Chief Financial Officer of Phoenix Services Topco, LLC, Radnor, PA

Status: The hearing on this matter will go forward.



Dated: February 17, 2023  
Wilmington, Delaware

*/s/ Matthew P. Milana*

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